

Camarotti Carlos  
Form 4  
May 14, 2009

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Camarotti Carlos

2. Issuer Name **and** Ticker or Trading  
Symbol  
HMG COURTLAND PROPERTIES  
INC [hmg]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
1870 SOUTH BAYSHORE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/08/2009

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Vice Pres. and Asst. Secty.

COCONUT GROVE, FL 33133

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 05/08/2009                              |                                                             | P                                    |                                                                            | 100                                                                                                                | A                                                                    | \$<br>3.1                                                         |
| Common<br>Stock                       | 05/08/2009                              |                                                             | P                                    |                                                                            | 100                                                                                                                | A                                                                    | \$<br>3.1                                                         |
| Common<br>Stock                       | 05/08/2009                              |                                                             | P                                    |                                                                            | 100                                                                                                                | A                                                                    | \$<br>3.1                                                         |
| Common<br>Stock                       | 05/12/2009                              |                                                             | P                                    |                                                                            | 200                                                                                                                | A                                                                    | \$<br>3.1                                                         |
| Common<br>Stock                       | 05/12/2009                              |                                                             | P                                    |                                                                            | 100                                                                                                                | A                                                                    | \$<br>3.1                                                         |

# Edgar Filing: Camarotti Carlos - Form 4

Common Stock      05/12/2009      P      100      A      \$ 3.1      10,600      D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| Employee Stock Option(right to buy)        | \$ 7.57                                                | 08/17/2005                           |                                                    | M                              | 300                                                                                     | 06/26/2001 06/25/2011                                    | Common Stock                                                |
| Employee Stock Option(right to buy)        | \$ 12.1                                                | 08/17/2005                           |                                                    | P V                            | 1,000                                                                                   | 08/18/2005 <sup>(2)</sup> 06/25/2011                     | Common Stock                                                |

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships                    |
|--------------------------------------------------------------------------|----------------------------------|
|                                                                          | Director 10% Owner Officer Other |
| Camarotti Carlos<br>1870 SOUTH BAYSHORE DRIVE<br>COCONUT GROVE, FL 33133 | Vice Pres. and Asst. Secty.      |

## Signatures

Albert S. Dandridge III for Carlos Camarotti

05/14/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) By delivery of 1,000 shares of common stock with a value of \$12.10 per share.

(2) All options to purchase exercisable on 08/18/2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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